



# PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION  
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WASHINGTON, D.C. 20554

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DA 12-1924  
Released: November 30, 2012

## SOFTBANK AND SPRINT SEEK FCC CONSENT TO THE TRANSFER OF CONTROL OF VARIOUS LICENSES, LEASES, AND AUTHORIZATIONS FROM SPRINT TO SOFTBANK, AND TO THE GRANT OF A DECLARATORY RULING UNDER SECTION 310(B)(4) OF THE COMMUNICATIONS ACT

IB Docket No. 12-343

### PLEADING CYCLE ESTABLISHED

**Petitions to Deny Due:** January 4, 2013  
**Oppositions Due:** January 22, 2013  
**Replies Due:** February 1, 2013

### I. INTRODUCTION

Softbank Corp. (“SoftBank”),<sup>1</sup> its indirect U.S. subsidiary Starburst II, Inc. (“Starburst II”), and Sprint Nextel Corporation (“Sprint”) and, together with SoftBank and Starburst II, the “Applicants”) have filed applications (collectively, the “Applications”) pursuant to sections 214 and 310(d) of the Communications Act of 1934, as amended (the “Communications Act”),<sup>2</sup> and sections 34-39 of the Submarine Cable Landing Act.<sup>3</sup> The Applicants seek Commission consent to the transfer of control of various wireless licenses and leases, domestic section 214 authority, international section 214 authorizations, earth station authorizations, interests in submarine cable licenses, and cable television relay service station licenses held by Sprint and its subsidiaries, and by Clearwire Corporation (“Clearwire”), to SoftBank and Starburst II.<sup>4</sup>

<sup>1</sup> SoftBank is a publicly traded holding company organized and existing under the laws of Japan. SoftBank and its subsidiaries are engaged in various information technology and Internet-related businesses in Japan, including mobile communications, broadband infrastructure, fixed-line telecommunications, e-commerce, and web portals. SoftBank also invests in Internet-based companies throughout the world. See Applications of Sprint Nextel Corporation, Transferor, and SoftBank Corp., and Starburst II, Inc., Transferees, for Consent to Transfer of Control of Licenses and Authorizations, Public Interest Statement, IB Docket No. 12-343 (“Public Interest Statement”), at 4-5. SoftBank has established a U.S. holding company, Starburst I, Inc. (“Starburst I”) and two further U.S. subsidiaries, Starburst II, Inc. (“Starburst II”), which is wholly owned by Starburst I, and Starburst III, Inc. (“Merger Sub”), which is wholly owned by Starburst II. See Public Interest Statement at 7.

<sup>2</sup> 47 U.S.C. §§ 214, 310(d).

<sup>3</sup> 47 U.S.C. §§ 34-39.

<sup>4</sup> Sprint, a Kansas corporation, is primarily a holding company. It offers a range of communications services and products through its subsidiaries, including, but not limited to, Sprint Communications Company, L.P., Virgin

Additionally, Sprint, SoftBank, SoftBank's direct U.S. subsidiary Starburst I, Inc. ("Starburst I"), and Starburst II (together, the "Petitioners") have filed a petition ("Petition") requesting a declaratory ruling that it is in the public interest for the foreign shareholders of Starburst I and Starburst II to hold foreign ownership and voting rights in Sprint and its post-transaction direct and indirect licensee subsidiaries in excess of the 25 percent foreign ownership benchmarks in section 310(b)(4) of the Communications Act.<sup>5</sup>

Sprint and SoftBank have entered into agreements through which SoftBank would invest over \$20 billion in Sprint and will acquire approximately a 70 percent indirect interest in Sprint, with the remaining interest held by existing Sprint shareholders.<sup>6</sup> Under the agreements, SoftBank has formed three new U.S. subsidiaries: (1) Starburst I, which SoftBank directly and wholly owns; (2) Starburst II, which Starburst I directly and wholly owns; and (3) Merger Sub, which Starburst II directly and wholly owns. As part of the transaction, Sprint would merge with Merger Sub, with Sprint being the surviving entity, and Starburst I having approximately a 70 percent interest in Starburst II.<sup>7</sup> After consummation of the transaction, Starburst II would wholly own and control Sprint. SoftBank, through Starburst I, would own slightly less than 70 percent of the shares of Starburst II, and the existing shareholders of Sprint would own the remaining shares of Starburst II.<sup>8</sup> Sprint and its subsidiaries would continue to hold all of the Commission authorizations they currently hold. The Applicants state that, by virtue of SoftBank's acquisition of an approximately 70 percent indirect interest in Sprint, SoftBank would indirectly acquire Sprint's prospective *de jure* controlling interest in Clearwire, a Commission licensee.<sup>9</sup>

The Applicants assert that the proposed transaction will benefit consumers by promoting greater wireless competition and broadband innovation and deployment. The Applicants also contend that, because SoftBank and Sprint are not competitors, and SoftBank has no attributable interests in any other U.S. wireless carriers, its acquisition of a controlling interest in Sprint will not have adverse competitive effects or other public interest harms.<sup>10</sup>

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Mobile, L.P., and Sprint Spectrum, L.P. See Public Interest Statement at 3, n.3. Sprint also has a voting interest of approximately 48 percent in Clearwire, a Commission licensee, and has entered into an agreement to acquire additional shares in Clearwire. Upon approval and consummation of that agreement, Sprint would own up to 50.45 percent of Clearwire's voting stock. *Id.* at 4. In addition, Sprint has announced its intent to acquire certain Personal Communications Service ("PCS") spectrum licenses and customers from U.S. Cellular in certain markets. Sprint and U.S. Cellular will file applications for assignment of the affected spectrum licenses from U.S. Cellular to Sprint. *Id.*

<sup>5</sup> 47 U.S.C. § 310(b)(4).

<sup>6</sup> See Public Interest Statement at 6-7.

<sup>7</sup> See Public Interest Statement at 7. SoftBank would have the right to designate six of Starburst II's ten directors. The remaining directors would consist of the CEO and three other current directors of Sprint. *Id.* at n.11.

<sup>8</sup> See Public Interest Statement at 7. As part of the transaction, Sprint shareholders would receive approximately \$12.1 billion from SoftBank via its subsidiaries in exchange for approximately 1.7 billion shares of Sprint stock. Starburst II would be renamed Sprint Corporation after consummation of the merger. *Id.*

<sup>9</sup> See Public Interest Statement at 9. See also *supra* note 4.

<sup>10</sup> See Public Interest Statement at 13-30.

## II. TRANSFER OF CONTROL OF WIRELESS LICENSES AND LEASES

The following applications for consent to the transfer of control of wireless licenses and leases have been assigned the following ULS file numbers:

<u>File No.</u>	<u>Licensee/Lessee</u>	<u>Transferee</u>	<u>Call Sign/Lease</u>
0005481298	Nextel of California, Inc.	Starburst II, Inc.	L000007829
0005483180	SprintCom, Inc.	Starburst II, Inc.	KNLF294
0005483246	WirelessCo, L.P.	Starburst II, Inc.	KNLF204
0005486287	Southwest PCS LP	Starburst II, Inc.	WPOM237
0005486296	Unrestricted Subsidiary Funding Company	Starburst II, Inc.	KNLB205
0005486299	Sprint Communications Company L.P.	Starburst II, Inc.	KA86929
0005486304	Nextel WIP Expansion Corp.	Starburst II, Inc.	KNBF694
0005486305	Nextel WIP Expansion Two Corp.	Starburst II, Inc.	KNBF688
0005486310	Sprint United Management Company	Starburst II, Inc.	WQJW879
0005486314	NEXTEL WEST CORP.	Starburst II, Inc.	WNEH926
0005486322	Sprint Administrative Services	Starburst II, Inc.	WPPD279
0005486345	People's Choice TV Corp.	Starburst II, Inc.	WOJ40
0005486348	Washington Oregon Wireless	Starburst II, Inc.	WPQP251
0005486413	ACI 900, INC.	Starburst II, Inc.	KNNT454
0005486454	Texas Telecommunications, LP	Starburst II, Inc.	WPQW641
0005486466	FCI 900, Inc.	Starburst II, Inc.	KNNK884
0005486485	Nextel License Holdings 5, Inc.	Starburst II, Inc.	KNNQ491
0005486493	Nextel of California, Inc.	Starburst II, Inc.	KA80961
0005486505	APC PCS, LLC	Starburst II, Inc.	KNLF200
0005486518	Nextel of New York, Inc.	Starburst II, Inc.	KNBP728
0005486532	PHILLIECO, L.P.	Starburst II, Inc.	KNLF219
0005486546	Nextel of Texas, Inc.	Starburst II, Inc.	KNAN853
0005486561	Nextel Communications of the Mid-Atlantic, Inc.	Starburst II, Inc.	KGH265
0005486804	Sprint PCS License, L.L.C.	Starburst II, Inc.	KNLF201
0005486807	Nextel WIP License Corp	Starburst II, Inc.	KNBU442
0005486821	Nextel License Holdings 1, Inc.	Starburst II, Inc.	KED872
0005486830	Louisiana Unwired, LLC	Starburst II, Inc.	KNLG891
0005486858	Northern PCS Services, LLC	Starburst II, Inc.	WLN993
0005486868	Machine License Holding, LLC	Starburst II, Inc.	KNNX611
0005486882	Nextel License Holdings 2, Inc.	Starburst II, Inc.	KNAH939
0005486883	Horizon Personal Communications, Inc.	Starburst II, Inc.	KNLF580
0005486891	NEXTEL LICENSE HOLDINGS 3, INC.	Starburst II, Inc.	KNAN862

0005486899	APC Realty and Equipment Co. LLC	Starburst II, Inc.	WPSH342
0005486904	Nextel License Holdings 4, Inc.	Starburst II, Inc.	KAQ916
0005486932	Sprint Telephony PCS, L.P.	Starburst II, Inc.	WPON274
0005487019	UbiquiTel Leasing Company	Starburst II, Inc.	WPRR391
0005487031	Sprint Spectrum, L.P.	Starburst II, Inc.	WPNH350
0005487724	FCI 900, Inc.	Starburst II, Inc.	L000000028
0005487725	Nextel of Texas, Inc.	Starburst II, Inc.	L000001843
0005487726	Nextel License Holdings 1, Inc.	Starburst II, Inc.	L000000022
0005491530	Clearwire Spectrum Holdings LLC	Starburst II, Inc.	B266
0005491538	CLEARWIRE SPECTRUM HOLDINGS LLC	Starburst II, Inc.	L000000253
0005491570	Clearwire Spectrum Holdings III, LLC	Starburst II, Inc.	L000005241
0005491578	Fixed Wireless Holdings, LLC	Starburst II, Inc.	B012
0005491579	Fixed Wireless Holdings, LLC	Starburst II, Inc.	L000000159
0005491582	Clearwire Hawaii Partners Spectrum LLC	Starburst II, Inc.	B192
0005491585	Clearwire Hawaii Partners Spectrum LLC	Starburst II, Inc.	L000001566
0005491587	Alda Wireless Holdings, LLC	Starburst II, Inc.	WLW697
0005491589	Alda Wireless Holdings, LLC	Starburst II, Inc.	L000000268
0005491591	American Telecasting Development, LLC	Starburst II, Inc.	B002
0005491596	American Telecasting Development, LLC	Starburst II, Inc.	L000000259
0005491600	AMERICAN TELECASTING OF ANCHORAGE, LLC	Starburst II, Inc.	WMX713
0005491601	American Telecasting of Anchorage, LLC	Starburst II, Inc.	L000002488
0005491603	American Telecasting of Bend, LLC	Starburst II, Inc.	WMX668
0005491608	AMERICAN TELECASTING OF COLUMBUS, LLC	Starburst II, Inc.	B095
0005491612	American Telecasting of Columbus, LLC	Starburst II, Inc.	L000001638
0005491616	American Telecasting of Denver, LLC	Starburst II, Inc.	L000002648
0005491621	American Telecasting of Fort Myers, LLC	Starburst II, Inc.	L000002337
0005491624	American Telecasting of Fort Collins, LLC	Starburst II, Inc.	B149
0005491628	American Telecasting of Ft. Collins, LLC	Starburst II, Inc.	L000002395
0005491631	American Telecasting of Green Bay, LLC	Starburst II, Inc.	B018
0005491633	American Telecasting of Green Bay, LLC	Starburst II, Inc.	L000002048

0005491636	American Telecasting of Lansing, LLC	Starburst II, Inc.	B241
0005491644	American Telecasting of Lansing, LLC	Starburst II, Inc.	L000002690
0005491657	American Telecasting of Lincoln, LLC	Starburst II, Inc.	B256
0005491658	American Telecasting of Lincoln, LLC	Starburst II, Inc.	L000002703
0005491660	American Telecasting of Little Rock, LLC	Starburst II, Inc.	L000000186
0005491662	American Telecasting of Louisville, LLC	Starburst II, Inc.	L000000262
0005491666	AMERICAN TELECASTING OF MEDFORD, LLC	Starburst II, Inc.	B288
0005491670	American Telecasting of Medford, LLC	Starburst II, Inc.	L000002516
0005491673	American Telecasting of Michiana, LLC	Starburst II, Inc.	B126
0005491676	American Telecasting of Michiana, LLC	Starburst II, Inc.	L000001625
0005491681	American Telecasting of Monterey, LLC	Starburst II, Inc.	B397
0005491687	American Telecasting of Monterey, LLC	Starburst II, Inc.	L000000225
0005491690	American Telecasting of Redding, LLC	Starburst II, Inc.	B371
0005491697	American Telecasting of Redding, LLC	Starburst II, Inc.	L000002487
0005491699	American Telecasting of Santa Barbara, LLC	Starburst II, Inc.	L000003594
0005491701	American Telecasting of Seattle, LLC	Starburst II, Inc.	WLX546
0005491707	American Telecasting of Seattle, LLC	Starburst II, Inc.	L000002685
0005491711	American Telecasting of Sheridan, LLC	Starburst II, Inc.	L000002493
0005491713	American Telecasting of Yuba City, LLC	Starburst II, Inc.	B485
0005491714	American Telecasting of Yuba City, LLC	Starburst II, Inc.	L000002700
0005491718	ATI Sub, LLC.	Starburst II, Inc.	WNTJ727
0005491719	ATI Sub, LLC	Starburst II, Inc.	L000003928
0005491722	ATL MDS, LLC.	Starburst II, Inc.	B043
0005491725	Bay Area Cablevision, LLC	Starburst II, Inc.	L000002688
0005491726	Broadcast Cable, LLC	Starburst II, Inc.	WLW814
0005491727	Broadcast Cable, LLC	Starburst II, Inc.	L000002011
0005491729	Fresno MMDS Associates, LLC	Starburst II, Inc.	L000000485
0005491730	KENNEWICK LICENSING, LLC	Starburst II, Inc.	L000005239

0005491732	NSAC, LLC	Starburst II, Inc.	B003
0005491734	NSAC, LLC	Starburst II, Inc.	L000000168
0005491736	PCTV Gold II, LLC	Starburst II, Inc.	B011
0005491739	PCTV Gold II, LLC	Starburst II, Inc.	L000000193
0005491742	PCTV Sub, LLC	Starburst II, Inc.	L000003929
0005491748	People's Choice TV of Albuquerque, LLC	Starburst II, Inc.	KFK32
0005491751	People's Choice TV of Albuquerque, LLC	Starburst II, Inc.	L000001777
0005491752	People's Choice TV of Houston, LLC	Starburst II, Inc.	L000001677
0005491754	People's Choice TV of St. Louis, LLC	Starburst II, Inc.	L000002312
0005491763	SCC X, LLC	Starburst II, Inc.	B157
0005491786	SpeedChoice of Detroit LLC	Starburst II, Inc.	L000001759
0005491810	SpeedChoice of Phoenix, LLC	Starburst II, Inc.	L000001990
0005491834	Sprint (Bay Area), LLC	Starburst II, Inc.	WHT700
0005491854	SPRINT (BAY AREA) LLC	Starburst II, Inc.	L000000341
0005491865	TDI Acquisition Sub, LLC	Starburst II, Inc.	WMI303
0005491881	TDI Acquisition Sub, LLC	Starburst II, Inc.	L000003926
0005491887	Transworld Telecom II, LLC	Starburst II, Inc.	L000003931
0005491893	WBSFP Licensing LLC	Starburst II, Inc.	B152
0005491910	WBSY Licensing, LLC	Starburst II, Inc.	B228
0005491914	WBSY Licensing LLC	Starburst II, Inc.	L000003476
0005491916	WCOF, LLC	Starburst II, Inc.	L000004050
0005491919	WBS of America, LLC	Starburst II, Inc.	L000004063
0005491920	WIRELESS BROADBAND SERVICES OF AMERICA, L.L.C.	Starburst II, Inc.	WPOP325
0005491923	Wireless Broadband Services of America, LLC	Starburst II, Inc.	L000001595
0005491927	WBS of Sacramento, LLC	Starburst II, Inc.	L000000468
0005493069	Clearwire Spectrum Holdings III, LLC	Starburst II, Inc.	B020
0005495637	Clearwire Spectrum Holdings II LLC	Starburst II, Inc.	B024
0005495949	Clearwire Spectrum Holdings II, LLC	Starburst II, Inc.	L000000886
6010EDSL13 <sup>11</sup>	Clearwire Spectrum Holdings III, LLC	Starburst II, Inc.	L000009772
6011EDSL13 <sup>12</sup>	Clearwire Spectrum Holdings III, LLC	Starburst II, Inc.	L000003688
6012EDSL13 <sup>13</sup>	Clearwire Spectrum Holdings III, LLC	Starburst II, Inc.	L000008887

<sup>11</sup> This manual application is attached to ULS File No. 0005483246.

<sup>12</sup> This manual application is attached to ULS File No. 0005483246.

<sup>13</sup> This manual application is attached to ULS File No. 0005483246.

### III. TRANSFER OF CONTROL OF DOMESTIC SECTION 214 AUTHORITY

The following application for consent to the transfer of control of domestic section 214 authority has been assigned the following file number:

<u>File No.</u>	<u>Authorization Holder</u>	<u>Transferee</u>	<u>Authorization Number</u>
IB Docket No. 12-343	Sprint Communications Co., L.P.	Softbank and Starburst II	N/A

Applicants do not request streamlined treatment under section 63.03(b) of the Commission's rules for this transaction.<sup>14</sup>

### IV. TRANSFER OF CONTROL OF INTERNATIONAL SECTION 214 AUTHORIZATIONS

The following applications for consent to the transfer of control of international section 214 authorizations have been assigned the following IBFS file numbers:

<u>File No.</u>	<u>Authorization Holder</u>	<u>Transferee</u>	<u>Authorization Number</u>
ITC-T/C-20121116-00297	Helio, LLC	Starburst II	ITC-214-20050812-00320
ITC-T/C-20121116-00298	ASC Telecom, Inc.	Starburst II	ITC-214-19941209-00368
ITC-T/C-20121116-00299	Nextel Communications, Inc.	Starburst II	ITC-214-19970723-00428
ITC-T/C-20121116-00300	Nextel Partners, Inc.	Starburst II	ITC-214-20010501-00277
ITC-T/C-20121116-00301	Phillieco, L.P.	Starburst II	ITC-214-19991203-00766
ITC-T/C-20121116-00302	Sprint Spectrum Holding Company, L.P.	Starburst II	ITC-214-19960308-00105
ITC-T/C-20121116-00303	SprintCom, Inc.	Starburst II	ITC-214-19991110-00692
ITC-T/C-20121116-00304	US Telecom, Inc.	Starburst II	ITC-214-19851107-00004
ITC-T/C-20121116-00305	Virgin Mobile U.S.A., L.P.	Starburst II	ITC-214-20020422-00194
ITC-T/C-20121116-00306	Sprint Communications Co., LP	Starburst II	ITC-214-20100623-00263 (lead authorization)

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<sup>14</sup> 47 C.F.R. § 63.03(b).

**V. TRANSFER OF CONTROL OF EARTH STATION AUTHORIZATIONS**

The following applications for consent to the transfer of control of earth station authorizations have been assigned the following IBFS file numbers:

<u>File No.</u>	<u>Authorization Holder</u>	<u>Transferee</u>	<u>Call Signs</u>
SES-T/C-20121116-01029	Nextel Communications of the Mid-Atlantic, Inc.	Starburst II	E060148, E060147, E040169
SES-T/C-20121116-01031	Sprint Communications Co., LP	Starburst II	E6241, E6777, KA231, KA232

**VI. TRANSFER OF CONTROL OF INTERESTS HELD IN SUBMARINE CABLE LANDING LICENSES**

The following application for consent to the transfer of control of the interests held by Sprint Communications Co., LP in submarine cable landing licenses has been assigned the following IBFS file number:

<u>File No.</u>	<u>Interest Holder</u>	<u>Transferee</u>	<u>Authorization Number</u>
SCL-T/C-20121116-00014	Sprint Communications Co., LP	Starburst II	SCL-LIC-19920201-00010 SCL-LIC-19921101-00011 SCL-LIC-19950818-00003 SCL-LIC-19970413-00017 SCL-LIC-19980301-00037 SCL-LIC-19980501-00038 SCL-MOD-20071130-00020 SCL-MOD-20040301-00011 SCL-MOD-20110928-00028

**VII. TRANSFER OF CONTROL OF CABLE TELEVISION RELAY SERVICE (CARS) LICENSES**

The following applications for consent to the transfer of control of CARS licenses have been assigned the following COALS file numbers:

<u>File No.</u>	<u>Authorization Holder</u>	<u>Transferee</u>	<u>Call Signs</u>
CAR-20121123AA-09	Fixed Wireless Holdings, LLC	Starburst II	WLY-681
CAR-20121121AB-09	Fixed Wireless Holdings, LLC	Starburst II	WLY-803

**VIII. PETITION FOR DECLARATORY RULING UNDER SECTION 310(B)(4)**

Petitioners ask the Commission to find that the foreign ownership of Starburst I, and of Starburst II (to be renamed "Sprint Corporation"), which will control Sprint following the merger of Merger Sub with and into Sprint, is in the public interest under section 310(b)(4). Specifically, the Petition seeks a

declaratory ruling allowing up to 100 percent aggregate foreign ownership in Sprint and its post-transaction direct and indirect licensee subsidiaries upon consummation of the proposed transaction, consisting of: (1) an approximately 70 percent indirect foreign ownership interest derived from the approximately 70 percent indirect interest that Softbank will acquire in Sprint; (2) an approximately 5.78 percent foreign interest derived from the approximately 30 percent interest in Sprint to be held by various former Sprint shareholders; and (3) an additional 25 percent aggregate equity and/or voting interest from foreign investors that could be accepted without seeking prior Commission approval under section 310(b)(4), subject to the standard conditions that no more than 25 percent of Sprint's total ownership is attributable to entities from non-WTO countries, and/or that no more than 25 percent is attributable to a single previously unidentified entity from a WTO member country.<sup>15</sup>

The Petition has been assigned the following IBFS file number:

<u>File No.</u>	<u>Petitioners</u>
ISP-PDR-20121115-00006	Sprint, SoftBank, Starburst I, Starburst II

#### **IX. EX PARTE STATUS OF THIS PROCEEDING**

The Applications and Petition will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under section 1.1206 of the Commission's rules.<sup>16</sup> Parties making oral *ex parte* presentations are directed to the Commission's revised *ex parte* rules. Parties are reminded that memoranda summarizing the presentation must contain the presentation's substance and not merely list the subjects discussed.<sup>17</sup> More than a one- or two-sentence description of the views and arguments presented is generally required.<sup>18</sup> Other rules pertaining to oral and written presentations are set forth in section 1.1206(b) as well.<sup>19</sup>

**Requests for Ex Parte Meetings.** All requests for meetings with Commission staff regarding this Docket should be made to David Krech, Associate Chief, Policy Division, International Bureau, at David.Krech@fcc.gov, or (202) 418-7443, or Kathleen Collins, Attorney-Advisor, Policy Division, International Bureau, at Kathleen.Collins@fcc.gov, or (202) 418-1474.

#### **X. GENERAL INFORMATION**

The Applications and Petition referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies.

Interested parties shall file petitions to deny no later than **Jan. 4, 2013**. Persons and entities that file petitions to deny become parties to the proceeding. They may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order,

<sup>15</sup> See Petition at i, 17.

<sup>16</sup> 47 C.F.R. § 1.1206.

<sup>17</sup> See 47 C.F.R. § 1.1206(b)(1).

<sup>18</sup> See *id.*

<sup>19</sup> *Id.* § 1.1206(b).

seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Oppositions to such pleadings shall be filed no later than **Jan. 22, 2013**. Replies to such pleadings shall be filed no later than **Feb. 1, 2013**. All filings concerning matters referenced in this Public Notice should refer to **IB Docket No. 12-343** and reference the specific file numbers of the individual applications to which the filings pertain.

**To allow the Commission to consider fully all substantive issues regarding the Applications and Petition in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.<sup>20</sup> A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.**

Under the Commission's current procedures for the submission of filings and other documents,<sup>21</sup> submissions in this matter may be filed electronically (*i.e.*, through ECFS) or by hand delivery to the Commission.

- **If filed by ECFS,**<sup>22</sup> comments shall be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/ecfs.html>. In completing the transmittal screen, commenters should include their full name, U.S. Postal Service mailing address, and the applicable docket number. Parties may also submit an electronic comment by Internet e-mail.
- **If filed by paper,** the original and four copies of each filing must be filed by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All hand-delivered or messenger-delivered paper filings for the Commission's Secretary must be delivered to FCC Headquarters at 445 12<sup>th</sup> Street, S.W., Room TW-A325, Washington, D.C. 20554. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class, Express, and Priority mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to:

(1) the Commission's duplicating contractor, Best Copy and Printing, Inc., at [FCC@BCPIWEB.COM](mailto:FCC@BCPIWEB.COM) or (202) 488-5563 (facsimile);

(2) Kathleen Collins, International Bureau, at [Kathleen.Collins@fcc.gov](mailto:Kathleen.Collins@fcc.gov) or (202) 418-2824 (facsimile);

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<sup>20</sup> See 47 C.F.R. §1.45(c).

<sup>21</sup> See FCC Announces Change in Filing Location for Paper Documents, *Public Notice*, 24 FCC Rcd 14312 (2009).

<sup>22</sup> See Electronic Filing of Documents in Rulemaking Proceedings, GC Docket No. 97-113, *Report and Order*, 13 FCC Rcd 11322 (1998).

- (3) David Krech, International Bureau, David.Krech@fcc.gov or (202) 418-2824 (facsimile);
- (4) Paul Murray, Wireless Telecommunications Bureau, at Paul.Murray@fcc.gov or (202) 418-0787 (facsimile);
- (5) Aaron Goldschmidt, Wireless Telecommunications Bureau, at Aaron.Goldschmidt@fcc.gov or (202) 418-1412 (facsimile);
- (6) Christopher Sova, Wireline Competition Bureau, at Christopher.Sova@fcc.gov, or (202) 418-1413 (facsimile);
- (7) Wayne McKee, Media Bureau, at Wayne.McKee@fcc.gov, or (202) 418-1187 (facsimile); and
- (8) Neil Dellar, Office of General Counsel, at TransactionTeam@fcc.gov or (202) 418-1234 (facsimile).

Any submission that is e-mailed to Best Copy and Printing, Kathleen Collins, David Krech, Paul Murray, Aaron Goldschmidt, Christopher Sova, Wayne McKee, and Neil Dellar should include in the subject line of the e-mail: (1) IB Docket No. 12-343; (2) the name of the submitting party; and (3) a brief description or title identifying the type of document being submitted (e.g., IB Docket No. 12-343, [name of submitting party], Notice of *Ex Parte* Communication).

Copies of the applications and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc., in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, via telephone at (202) 488-5300, via facsimile at (202) 488-5563, or via e-mail at FCC@BCPIWEB.COM. The applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The applications are also available electronically through ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>. In addition, the wireless applications are available electronically through ULS, which may be accessed on the Commission's Internet website, and the international applications and petition for declaratory ruling are available electronically through IBFS, which also may be accessed on the Commission's Internet website. Information regarding the proposed transaction is also available on the Internet website the FCC has established, <http://www.fcc.gov/mergers>, which contains an unofficial listing and electronic copies of materials in this matter.

To request materials in accessible formats for people with disabilities (Braille, large print, electronic files, audio format), send an e-mail to [fcc504@fcc.gov](mailto:fcc504@fcc.gov) or call the Consumer and Governmental Affairs Bureau at (202) 418-0530 (voice) or (202) 418-0432 (TTY). Contact the FCC to request reasonable accommodations for filing comments (accessible format documents, sign language interpreters, CART, etc.) by e-mail: [fcc504@fcc.gov](mailto:fcc504@fcc.gov); phone: (202) 418-0530; or TTY: (202) 418-0432.

For further information on the proceeding, the international applications, or the petition for declaratory ruling, contact Kathleen Collins at [Kathleen.Collins@fcc.gov](mailto:Kathleen.Collins@fcc.gov), or (202) 418-1474, or David Krech at [David.Krech@fcc.gov](mailto:David.Krech@fcc.gov), or (202) 418-7443. For information on the wireless applications, contact Aaron Goldschmidt at [Aaron.Goldschmidt@fcc.gov](mailto:Aaron.Goldschmidt@fcc.gov), or (202) 418-7146. For information on the wireline application, contact Christopher Sova at [Christopher.Sova@fcc.gov](mailto:Christopher.Sova@fcc.gov), or (202) 418-1868. For information on the CARS applications, contact Wayne McKee at [Wayne.McKee@fcc.gov](mailto:Wayne.McKee@fcc.gov), or (202) 418-2355.

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